

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE VIVENDI UNIVERSAL, S.A.
SECURITIES LITIGATION

This Document Relates To:

CAPITALIA ASSET MANAGEMENT SGR
S.p.A. and CAPITALIA INVESTMENT
MANAGEMENT S.A.,

Plaintiffs,

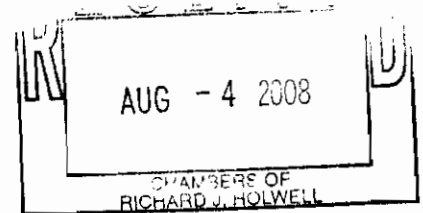
- against -

VIVENDI, S.A., JEAN-MARIE MESSIER
and GUILLAUME HANNEZO,

Defendants.

02 Civ. 5571 (RJH/HBP)
ECF CASE

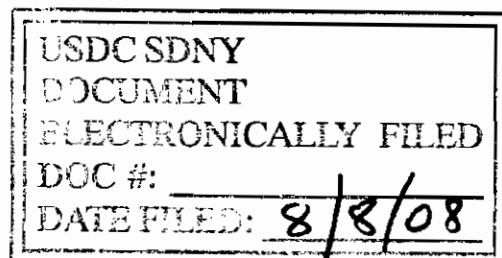
No. 07 Civ. 5742 (RJH/HBP)
ECF CASE



STIPULATION AND ORDER

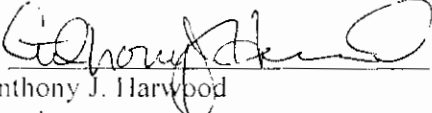
WHEREAS, Capitalia Asset Managements SGR, S.p.A. and Capitalia Investment Management S.A. (collectively, "Capitalia") filed a complaint against Vivendi Universal, S.A., Jean-Marie Messier, and Guillaume Hannezo on June 15, 2007;

WHEREAS, Capitalia alleges in its complaint. *inter alia*, that Mr. Hannezo has violated Section 18 of the Securities Exchange Act. 15 U.S.C. § 78r ("Section 18");

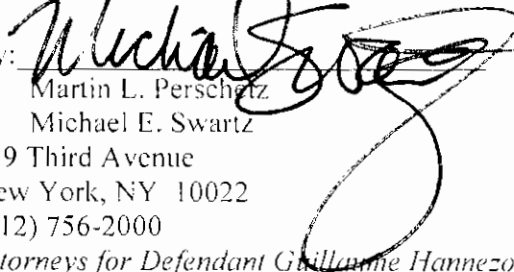


IT IS HEREBY STIPULATED AND AGREED, by and among the undersigned,
that Capitalia withdraws its Section 18 claims against Mr. Hannezo with prejudice.

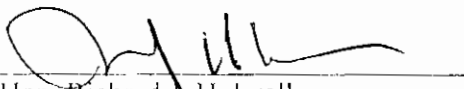
LABATON SUCHAROW LLP

By: 
Anthony J. Harwood
140 Broadway
New York, New York 10005
(212) 907-0700
*Attorneys for Plaintiffs Capitalia Asset
Management Company SGR S.p.A. and Capitalia
Investment Management S.A.*

SCHULTE ROTH & ZABEL LLP

By: 
Martin L. Perschitz
Michael E. Swartz
919 Third Avenue
New York, NY 10022
(212) 756-2000
Attorneys for Defendant Guillaume Hannezo

SO ORDERED this 7 day of August, 2008:


Hon. Richard J. Holwell
United States District Court Judge